

GOOGLE INC.
Form 4
September 15, 2015

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DOERR L JOHN

(Last) (First) (Middle)

**C/O KLEINER PERKINS
CAUFIELD & BYERS, 2750 SAND
HILL ROAD**

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GOOGLE INC. [GOOG]

3. Date of Earliest Transaction
(Month/Day/Year)
09/15/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				Code	V Amount (D) Price			
Class C Google Stock Unit ⁽¹⁾	08/25/2015		J ⁽²⁾	V	14 D \$ 0	645	D	
Class C Capital Stock	08/25/2015		J ⁽²⁾	V	14 A \$ 0	3,379	D	
Class C Google Stock Unit ⁽³⁾	08/25/2015		J ⁽²⁾	V	13 D \$ 0	443	D	

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Class C Capital Stock	08/25/2015	<u>J(2)</u>	V	13	A	\$ 0	3,392	D	
Class A Google Stock Unit <u>(4)</u>	08/25/2015	<u>J(2)</u>	V	12	D	\$ 0	126	D	
Class A Common Stock	08/25/2015	<u>J(2)</u>	V	12	A	\$ 0	3,168	D	
Class C Google Stock Unit <u>(4)</u>	08/25/2015	<u>J(2)</u>	V	12	D	\$ 0	126	D	
Class C Capital Stock	08/25/2015	<u>J(2)</u>	V	12	A	\$ 0	3,404	D	
Class C Google Stock Unit <u>(5)</u>	08/25/2015	<u>J(2)</u>	V	9	D	\$ 0	182	D	
Class C Capital Stock	08/25/2015	<u>J(2)</u>	V	9	A	\$ 0	3,413	D	
Class A Google Stock Unit <u>(6)</u>	08/25/2015	<u>J(2)</u>	V	9	D	\$ 0	182	D	
Class A Common Stock	08/25/2015	<u>J(2)</u>	V	9	A	\$ 0	3,177	D	
Class C Capital Stock	09/15/2015	S		200	D	\$ 624.7888 <u>(7)</u>	1,000,677	I	Vallejo Ventures Trust
Class C Capital Stock	09/15/2015	S		600	D	\$ 626.7482 <u>(8)</u>	1,000,077	I	Vallejo Ventures Trust
Class C Capital Stock	09/15/2015	S		245	D	\$ 627.1459 <u>(9)</u>	999,832	I	Vallejo Ventures Trust
Class C Capital Stock	09/15/2015	S		300	D	\$ 628.7253 <u>(10)</u>	999,532	I	Vallejo Ventures Trust
	09/15/2015	S		200	D		999,332	I	

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Class C Capital Stock					\$ 629.7139				Vallejo Ventures Trust
Class C Capital Stock	09/15/2015		S	400	D	\$ 632.374 (11)	998,932	I	Vallejo Ventures Trust
Class C Capital Stock	09/15/2015		S	700	D	\$ 633.4819 (12)	998,232	I	Vallejo Ventures Trust
Class C Capital Stock	09/15/2015		S	830	D	\$ 634.7349 (13)	997,402	I	Vallejo Ventures Trust
Class C Capital Stock	09/15/2015		S	1,257	D	\$ 635.9052 (14)	996,145	I	Vallejo Ventures Trust
Class C Capital Stock	09/15/2015		S	537	D	\$ 637.1359 (15)	995,608	I	Vallejo Ventures Trust
Class A Common Stock							118,653	I	The Benificus Foundation
Class C Capital Stock							109,615	I	The Benificus Foundation

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Deriv. Secur. (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$634.34 to \$635.33, inclusive.

- (14) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$635.40 to \$636.39, inclusive.
- (15) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$636.68 to \$637.67, inclusive.
- (16) There is no exercisable date for the Issuer's Class B Common Stock.
- (17) There is no expiration date for the Issuer's Class B Common Stock.

Remarks:

All sale transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 Trading Plan adopted by the Reporting Person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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